SH10
Notice of particulars of variation of rights attached to shares

\[\text{Laserform}\]

\[\text{in accordance with Section 637 of the Companies Act 2006.}\]

\[\text{1 Company details}\]

\begin{tabular}{|c|}
\hline
Company number & 1 0 4 2 8 7 1 8 \\
\hline
Company name in full & CHAPLIN GROUP LIMITED \\
\hline
\end{tabular}

\[\rightarrow\text{Filling in this form}\
\text{Please complete in typescript or in bold black capitals.}\
\text{All fields are mandatory unless specified or indicated by *}\]

\[\text{2 Date of variation of rights}\]

\begin{tabular}{|c|c|c|c|}
\hline
\text{Date of variation of rights} & 1 8 & 2 & 0 1 6 \\
\hline
\end{tabular}

\[\text{3 Details of variation of rights}\]

\text{Please give details of the variation of rights attached to shares.}

\text{Variation}

\text{Pursuant to the passing of a written resolution of the Company ("Written Resolution"), the 92,838,180 ordinary shares of £0.10 each in the capital of the Company were re-designated as 16,630,000 D ordinary shares of £0.10 each in the capital of the Company, 16,630,000 S ordinary shares of £0.10 each in the capital of the Company, 16,630,000 H ordinary shares of £0.10 each in the capital of the Company and 42,948,180 C ordinary shares of £0.10 each in the capital of the Company.}

\text{For details of the variation of teh rights attached to the re-designated shares, refer to the continuation page.}

\[\text{4 Signature}\]

\text{I am signing this form on behalf of the company.}

\text{Signature}

\[\text{This form may be signed by:}\]

\text{Director, Secretary, Person authorised, Administrator, Administrative receiver, Receiver, Receiver manager, Charity commission receiver and manager, CIC manager.}

\[\text{CHPP025}\
05/12 Version 5.0 Laserform International S12.\]
Notice of particulars of variation of rights attached to shares

 Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

 Contact name: Katharine Bush
 Company name: Penningtons Manches LLP
 Address: Clarendon House
 Clarendon Road
 Post town: Cambridge
 County/Region:
 Postcode: CB28FH
 Country:
 DX: DX 131971 Cambridge 6
 Telephone: +44 (0)1223 465465

 Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

☐ The company name and number match the information held on the public Register.
☐ You have entered the date of variation of rights in section 2.
☐ You have provided details of the variation of rights in section 3.
☐ You have signed the form.

 Important information

Please note that all information on this form will appear on the public record.

 Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales: The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

For companies registered in Scotland: The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF. DX E235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland: The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG. DX 481 N.R. Belfast 1.

 Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk
Details of variation of rights

Please give details of the variation of rights attached to shares.

Variation

The D ordinary shares, C ordinary shares, H ordinary shares and C ordinary shares (together the "shares") have the right to vote on the basis of one vote on a show of hands or, on a poll, on the basis of one vote per share held, and the shares are not redeemable.

The D ordinary shares ("D shares") have the right to participate in a dividend in respect of the D Business in proportion to the number of D shares held. The C ordinary shares ("C shares") have the right to participate in a dividend in respect of the C Business in proportion to the number of C shares held. The H ordinary shares ("H shares") have the right to participate in a dividend in respect of the H Business in proportion to the number of H shares held. The S ordinary shares ("S shares") have the right to participate in a dividend in respect of the S Business in proportion to the number of S shares held. (D Business, C Business, H Business and S Business as defined in the new articles of association adopted pursuant to the Written Resolution.)

On a Share Sale, the Proceeds of Sale attributable to the C Business (and any Proceeds of Sale not attributable to the C Business, D Business, H Business or S Business) shall be distributed pro rata to the holders of C Shares, the Proceeds of Sale attributable to the D Business shall be distributed pro rata to the holders of D Shares, the Proceeds of Sale attributable to the H Business shall be distributed pro rata to the holders of H Shares and the Proceeds of Sale attributable to the S Business shall be distributed pro rata to the holders of the S Shares.

On a distribution of assets on a liquidation or a return of capital, and only after payment of the Company's liabilities, the holders of C Shares shall be entitled to receive the C Business (and any other assets not falling within the C Business, D Business, H Business or S Business) and all such assets shall be distributed pro rata to the holders of C Shares, the holders of D Shares shall be entitled to receive the D Business and all such assets shall be distributed pro rata to the holders of D Shares, the holders of H Shares shall be entitled to receive the H Business and all such assets shall be distributed pro rata to the holders of H Shares, and the holders of S Shares shall be entitled to receive the S Business and all such assets shall be distributed pro rata to the holders of S Shares.